

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re</b>	:	<b>Chapter 11</b>
	:	
<b>RESIDENTIAL CAPITAL, LLC, et al.,<sup>1</sup></b>	:	<b>Case No. 12-12020 (MG)</b>
	:	
	:	
	:	<b>(Jointly Administered)</b>
<b>Debtors.</b>	:	

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**AFFIDAVIT OF SERVICE**

I, Clarissa D. Cu, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors.

A. On September 5, 2012, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic Mail on the Monthly Service List attached hereto as **Exhibit A** and the additional parties attached hereto as **Exhibit B**, via First Class Mail upon the Special Service List attached hereto as **Exhibit C**, and via Overnight Mail upon the additional parties attached hereto as **Exhibit D**:

1. **Notice and Debtors' Motion for Entry of an Order Under Sections 105 and 363 of the Bankruptcy Code Authorizing the Reimbursement of Expenses Including Counsel Fees Incurred by the Independent Directors; Hearing to be Held on September 27, 2012 at 10:00 a.m. (ET) [Docket No. 1356]**

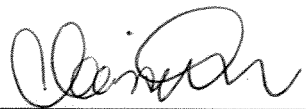
B. On September 5, 2012, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic Mail on the Monthly Service List attached hereto as **Exhibit A**, via First Class Mail upon the Special Service List attached hereto as **Exhibit C**, and via Overnight Mail upon the additional parties attached hereto as **Exhibit E**:

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Residential Capital, LLC (0738); ditech, LLC (7228); DOA Holding Properties, LLC (4257); DOA Properties IX (Lots-Other), LLC (3274); EPRE LLC (7974); Equity Investment I, LLC (2797); ETS of Virginia, Inc. (1445); ETS of Washington, Inc. (0665); Executive Trustee Services, LLC (8943); GMAC Model Home Finance I, LLC (8469); GMAC Mortgage USA Corporation (6930); GMAC Mortgage, LLC (4840); GMAC Residential Holding Company, LLC (2190); GMAC RH Settlement Services, LLC (6156); GMACM Borrower LLC (4887); GMACM REO LLC (2043); GMACR Mortgage Products, LLC (6369); GMAC-RFC Holding Company, LLC (3763); HFN REO Sub II, LLC (N/A); Home Connects Lending Services, LLC (9412); Homecomings Financial Real Estate Holdings, LLC (6869); Homecomings Financial, LLC (9458); Ladue Associates, Inc. (3048); Passive Asset Transactions, LLC (4130); PATI A, LLC (2729); PATI B, LLC (2937); PATI Real Estate Holdings, LLC (5201); RAHI A, LLC (3321); RAHI B, LLC (3553); RAHI Real Estate Holdings, LLC (5287); RCSFJV204, LLC (2722); Residential Accredit Loans, Inc. (8240); Residential Asset Mortgage Products, Inc. (5181); Residential Asset Securities Corporation (2653); Residential Consumer Services of Alabama, LLC (5449); Residential Consumer Services of Ohio, LLC (4796); Residential Consumer Services of Texas, LLC (0515); Residential Consumer Services, LLC (2167); Residential Funding Company, LLC (1336); Residential Funding Mortgage Exchange, LLC (4247); Residential Funding Mortgage Securities I, Inc. (6294); Residential Funding Mortgage Securities II, Inc. (8858); Residential Funding Real Estate Holdings, LLC (6505); Residential Mortgage Real Estate Holdings, LLC (7180); RFC Asset Holdings II, LLC (4034); RFC Asset Management, LLC (4678); RFC Borrower LLC (5558); RFC Constructing Funding, LLC (5730); RFC REO LLC (2407); RFC SFJV-2002, LLC (4670); RFC-GSAP Servicer Advance, LLC (0289)

1. Notice and Debtors' Motion for Entry of an Order Under Bankruptcy Code Section 363 and Bankruptcy Rule 6004 (I) Authorizing the Debtors to Compensate PricewaterhouseCoopers, LLP for Foreclosure Review Services in Furtherance of the Debtors' Compliance Obligations Under Federal Reserve Board Consent Order and (II) Reaffirming Relief Granting in the GA Servicing Order; Hearing to be Held on September 27, 2012 at 10:00 a.m. (ET) [Docket No. 1357]


Dated: September 6, 2012

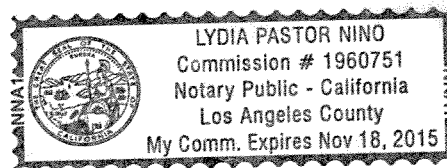
  
Clarissa D. Cu

State of California

County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 6<sup>th</sup> of September, 2012, by Clarissa D. Cu, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 



## **EXHIBIT A**

**EXHIBIT A**

**Monthly Service List Served via Electronic Mail**

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**EXHIBIT A**

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**EXHIBIT A**

**Monthly Service List Served via Electronic Mail**

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**EXHIBIT A****Monthly Service List Served via Electronic Mail**

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Wells Fargo Bank, N.A., as collateral agent for the Prepetition Junior Secured Notes, as collateral agent for the Prepetition Ally Revolver, and as collateral control agent under the Intercreditor Agreement, dated as June 6, 2008	Seward & Kissell LLP	Greg S Bateman	bateman@sewkis.com
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Counsel to an Ad Hoc Consortium of RMBS holders	Talcott Franklin P.C.	Derek S Witte	derek@talcottfranklin.com
Counsel to TCF National Bank	TCF National Bank	Janella J Miller Senior Vice President & Senior Counsel	jmiller@tcfbank.com

**EXHIBIT A**

**Monthly Service List Served via Electronic Mail**

DESCRIPTION	NAME	NOTICE NAME	EMAIL
Counsel to JPMorgan Chase Bank, NA	Teitelbaum & Baskin LLP	Jay Teitelbaum Esq	jteitelbaum@tblawllp.com
Member of Official Committee of Unsecured Creditors	The Bank of New York Mellon	Attn Robert H Major Vice President	robert.major@bnymellon.com
			susan.khokher@tdsecurities.com;kathryn.thorpe@tdsecurities.com;Adam.Parkin@tdsecurities.com;Christopher.stevens@tdsecurities.com;
Securitization Trustee	The Canada Trust Company	Susan Khokher	
Counsel to Tina Morton Travis County Tax Assessor Collector	Travis County Attorney	Kay D Brock Assistant Travis County Atty	kay.brock@co.travis.tx.us
Indenture Trustee to the Debtors' Prepetition Junior Secured Notes	U.S. Bank National Association	Attn: George Rayzis	george.rayzis@usbank.com
Indenture Trustee to the Debtors' Prepetition Junior Secured Notes	U.S. Bank National Association	Attn: Irina Palchuk	irina.palchuk@usbank.com
			mamta.scott@usbank.com;david.jason@usbank.com
Member of Official Committee of Unsecured Creditors	U.S. Bank National Association	Attn: Mamta K Scott & David A Jason	
Securitization/HELOC Trustee	U.S. Bank National Association	Michelle Moeller	michelle.moeller@usbank.com
Securitization/HELOC Trustee	U.S. Bank National Association	Tanver Ashraf, Corporate Trust Services	tanveer.ashraf@usbank.com
Counsel to GSE - Ginnie Mae	U.S. Department of Justice	Attn: Glenn D. Gillette	Glenn.Gillett@usdoj.gov
Office of the United States Attorney General	U.S. Department of Justice	US Attorney General, Eric H. Holder, Jr.	AskDOJ@usdoj.gov
Counsel to the United State of America	United States Attorney's Office for the Southern District of New York civil Division	Attn Joseph Cordaro	joseph.cordaro@usdoj.gov
Office of the United States Trustee for the Southern District of New York	US Trustee for the Southern District of NY	Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto	Tracy.Davis2@usdoj.gov; Linda.Riffkin@usdoj.gov; Brian.Masumoto@usdoj.gov
Counsel to Representative Plaintiffs and the Putative Class	Walters Bender Stohbehn & Vaughan PC	J Michael Vaughan & David M Skeens	mvaughan@wbsvlaw.com;dskreens@wbsvlaw.com
			kelly.j.rentz@wellsfargo.com; ; Nichlaus.M.Ross@wellsfargo.com; Sharon.Squillario@wellsfargo.com ;mary.l.sohlberg@wellsfargo.com
Securitization/HELOC Trustee	Wells Fargo Bank, N.A.	Kelly Rentz	
Counsel to Wells Fargo Bank, NA	Wells Fargo Law Department	Kristi Garcia Esq Senior Counsel	kristi.garcia@wellsfargo.com
Claimant, Counsel to Prospective Claimant Ray Elliott & Claimant Paul Papas	Wendy Alison Nora		accesslegalservices@gmail.com
Counsel to Wells Fargo as collateral agent for the Prepetition Junior Secured Notes	White & Case LLP	Attn: Gerard Uzzi	guzzi@whitecase.com
			jwilliams@wilmingtontrust.com;rmaney@wilmingtontrust.com
Securitization Trustee	Wilmington Trust	Jennifer Williams	
	Wilson Elser Moskowitz Edelman & Dicker LLP	Attn David L Tillem	david.tillem@wilsonelser.com
Counsel to the County of Putnam, Department of Finance	Winston & Strawn LLP	Attn: David Neier	dneier@winston.com
Counsel to GSE - Fannie Mae			dneier@winston.com;cschreiber@winston.com;almoskowitz@winston.com
Counsel to Federal National Mortgage Association	Winston & Strawn LLP	David Neier, Carey D Schreiber & Alan Moskowitz	
Counsel to The Western and Southern Life Insurance Company et al	Wollmuth Maher & Deutsch LLP	Attn James N Lawlor	jlawlor@wmd-law.com
Counsel to The Western and Southern Life Insurance Company et al	Wollmuth Maher & Deutsch LLP	Attn Paul R DeFilippo & Steven S Fitzgerald	pdefilippo@wmd-law.com;sfitzgerald@wmd-law.com
Counsel to National Credit Union Administration Board, as Liquidating Agent of U.S. Central Federal Credit Union, Western Corporate Federal Credit Union, Members United Corporate Federal Credit Union, Southwest Corporate Federal Credit Union and Constitution Corporate Federal Credit Union	Zuckerman Spaeder LLP	Graeme W. Bush & Nelson C. Cohen & Laura E. Neish	gbush@zuckerman.com;ncohen@zuckerman.com;lneish@zuckerman.com
Counsel to National Credit Union Administration Board, as Liquidating Agent of U.S. Central Federal Credit Union, Western Corporate Federal Credit Union, Members United Corporate Federal Credit Union, Southwest Corporate Federal Credit Union and Constitution Corporate Federal Credit Union	Zuckerman Spaeder LLP	Graeme W. Bush & Nelson C. Cohen & Laura E. Neish	gbush@zuckerman.com;ncohen@zuckerman.com;lneish@zuckerman.com



## **EXHIBIT B**

**Special Party Served via Electronic Mail**

Name	Contact	Email
Morrison Cohen	Joseph Moldovan & Robert Dakis	<a href="mailto:jmoldovan@morrisoncohen.com">jmoldovan@morrisoncohen.com</a> , <a href="mailto:rdakis@morrisoncohen.com">rdakis@morrisoncohen.com</a> , <a href="mailto:bankruptcy@morrisoncohen.com">bankruptcy@morrisoncohen.com</a>

## **EXHIBIT C**

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Exhibit C**Special Service List  
Served via First Class Mail**

DESCRIPTION	NAME	NOTICE NAME	ADDRESS1	ADDRESS2	CITY	ST	ZIP
Counsel to the Examiner, Arthur J Gonzalez	Chadbourne & Parke LLP	Attn Howard Seife & David M LeMay & Robert J Gayda & Marc B Roitman	30 Rockefeller Plaza		New York	NY	10112
Secured lender under the Mortgage Servicing Rights Facility	Citibank NA	Attn Bobbie Theivakumaran	390 Greenwich St 6th Fl		New York	NY	10013
Indenture Trustee to Unsecured Notes / Top 50 Creditor	Deutsche Bank Trust Company Americas	c/o Kelvin Vargas	25 De Forest Ave		Summit	NJ	07901
Prepetition Lender - Fannie EAF	Fannie Mae	Attn Peter McGonigle	1835 Market St Ste 2300		Philadelphia	PA	19103
Internal Revenue Service	Internal Revenue Service	Centralized Insolvency Operation	PO Box 7346		Philadelphia	PA	19101-7346
Internal Revenue Service	Internal Revenue Service	Centralized Insolvency Operation	2970 Market St		Philadelphia	PA	19104
Internal Revenue Service	Internal Revenue Service	Insolvency Section	31 Hopkins Plz Rm 1150		Baltimore	MD	21201
Counsel to US Bank National Association as Indenture Trustee to the Debtors' Prepetition Junior Secured Notes	Kelley Drye & Warren LLP	James S Carr & Eric R Wilson	101 Park Ave		New York	NY	10178
Counsel to the Equity Security Holders (Ally Financial and Ally Bank)	Kirkland & Ellis	Richard M Cieri	601 Lexington Ave		New York	NY	10022
Counsel to the Ally Financial Inc. & Ally Bank	Kirkland & Ellis LLP	Attn Ray C Schrock & Stephen E Hessler	601 Lexington Ave		New York	NY	10022-4611
Counsel to the Official Committee of Unsecured Creditors	Kramer Levin Naftallis & Frankel LLP	Kenneth H Eckstein, Thomas Moers Mayer & Douglas H Mannal	1177 Avenue of the Americas		New York	NY	10036
Residential Capital LLC	Morrison & Foerster LLP	Attn Tammy Hamzehpour	1290 Avenue of the Americas		New York	NY	10104
Stalking Horse Bidder, Nationstar Mortgage	Nationstar Mortgage LLC	Attn: General Counsel	350 Highland Drive		Lewisville	TX	75067
Office of the New York Attorney General	Office of the NY State Attorney General	Nancy Lord & Enid M Stuart	The Capitol		Albany	NY	12224-0341
Office of the United States Attorney for the Southern District of New York	Office of the US Attorney for the Southern District of NY	United States Attorney Preet Bharara	One St Andrews Plaza		New York	NY	10007
Securities and Exchange Commission - Headquarters	Securities & Exchange Commission	Secretary of the Treasury	100 F St NE		Washington	DC	20549
Securities and Exchange Commission - New York Regional Office	Securities & Exchange Commission NY Regional Office	George S Canellos Regional Director	3 World Financial Center Ste 400		New York	NY	10281-1022
Counsel to Nationstar	Sidley Austin LLP	Larry J Nyhan & Jessica CK Boelter	One Dearborn		Chicago	IL	60603
Counsel to the administrative agent for the Debtors' proposed providers of debtor in possession financing	Skadden Arps Slate Meagher & Flom LLP	Jonathan H. Hofer	Four Times Square		New York	NY	10036
Counsel to the administrative agent for the Debtors' proposed providers of debtor in possession financing	Skadden Arps Slate Meagher & Flom LLP	Ken Ziman	Four Times Square		New York	NY	10036
Counsel to Barclays Bank PLC	Skadden Arps Slate Meagher & Flom LLP	Sarah M Ward	Four Times Square		New York	NY	10036
Counsel to Barclays Bank PLC	Skadden Arps Slate Meagher & Flom LLP	Suzanne D T Lovett	Four Times Square		New York	NY	10036
Indenture Trustee under the Pre-Petition GSAP Facility	The Bank of New York Mellon	Asset-Backed Securities Group	101 Barclay St 4W		New York	NY	10286
Indenture Trustee to the Debtors' Prepetition Junior Secured Notes	U.S. Bank National Association	Attn: George Rayzis	50 South 16 th Street	Suite 2000	Philadelphia	PA	19102
Indenture Trustee to the Debtors' Prepetition Junior Secured Notes	U.S. Bank National Association	Attn: Irina Palchuk	60 Livingston Avenue	EP-MN-WS1D	St. Paul	MN	55107
Office of the United States Attorney General	U.S. Department of Justice	US Attorney General, Eric H. Holder, Jr.	950 Pennsylvania Ave NW		Washington	DC	20530-0001



**Special Service List**  
**Served via First Class Mail**

DESCRIPTION	NAME	NOTICE NAME	ADDRESS1	ADDRESS2	CITY	ST	ZIP
Counsel to the United State of America	United States Attorney's Office for the Southern District of New York civil Division	Attn Joseph Cordaro	86 Chambers St 3rd Fl		New York	NY	10007
Office of the United States Trustee for the Southern District of New York	US Trustee for the Southern District of NY	Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto	33 Whitehall St 21st Fl, Region 2		New York	NY	10004
GMEN Indenture Trustee at Corporate Trust Office	Wells Fargo Bank NA	Attn Corporate Trust Services - GMACM Home Equity Notes 2004 Variable Funding Trust	PO Box 98		Columbia	MD	21046

## **EXHIBIT D**

Exhibit 15

Served via Overnight Mail

Name	Contact	Address 1	Address 2	City	State	Zip	Country
AIG Asset Management US LLC	Attn Russell Lipman	80 Pine St		New York	NY	10038	
Allstate Life Insurance Company	Attn Peter A McElvain	3075 Sanders Rd Ste G5A		Northbrook	IL	60062	
David P Stich Esq		521 Fifth Ave 17th Fl		New York	NY	10175	
Fedelina Roybal-DeAguiro 2008 Trust		42265 Little Lake Rd		Medocino	CA	94560	
Financial Guaranty Insurance Co	Attn John Dubel	125 Park Ave		New York	NY	10017	
IBM Corporation	Attn Shawn Konig	1360 Rene Levesque W Ste 400		Montreal	QC	H3G 2W6	Canada
Internal Revenue Service	Centralized Insolvency Operation	2970 Market St		Philadelphia	PA	19104	
Internal Revenue Service	Centralized Insolvency Ope	PO Box 7346		Philadelphia	PA	19101-7346	
Internal Revenue Service	Insolvency Section	31 Hopkins Plz Rm 1150		Baltimore	MD	21201	
Law Offices of Christopher Green	Christopher E. Green	Two Union Square Suite 4285	601 Union St	Seattle	WA	98101	
M&TCC		1 M&T Plaza, 7th Floor		Buffalo	NY	14203	
MBIA Insurance Corporation	Attn Mitchell Sonkin	113 King St		Armonk	NY	10504	
Morrison Cohen LLP	Joseph Moldovan & Robert Dakis	909 Third Ave		New York	NY	10022	
Nationstar Mortgage LLC	Attn: General Counsel	350 Highland Drive		Lewisville	TX	75067	
NY Atty General Eric Schneiderman	Victoria L Safran	200 Old Country Rd Ste 240	Nassau Regional Office	Mineola	NY	11501	
Office of the US Attorney for the Southern District of NY	United States Attorney Preet Bharara	One St Andrews Plaza		New York	NY	10007	
Rowen L Drenne as Representative	Plaintiffs Brian Kessler et al	3725 N Indiana		Kansas City	MO	64117	
Sec of State Div of Corp	99 Washington Ave Ste 600	One Commerce Plz		Albany	NY	12231-0001	
Secretary of State		123 William St		New York	NY	10038-3804	
Shafferman & Feldman LLP	Joel M Shafferman Esq	286 Madison Ave Ste 502		New York	NY	10017	
The Bank of New York Mellon	Asset-Backed Securities Group	101 Barclay St 4W		New York	NY	10286	
Wells Fargo Bank NA Corp Trust Svcs	GMACM Hme Equity Notes	PO Box 98		Columbia	MD	21046	
Wilmington Trust NA	Julie J Becker Vice President	50 South Sixth St Ste 1290		Minneapolis	MN	55402-1544	

## **EXHIBIT E**



Served via Overnight Mail

Name	Contact	Address 1	Address 2	City	State	Zip	Country
AIG Asset Management US LLC	Attn Russell Lipman	80 Pine St		New York	NY	10038	
Allstate Life Insurance Company	Attn Peter A McElvain	3075 Sanders Rd Ste G5A		Northbrook	IL	60062	
David P Stich Esq		521 Fifth Ave 17th Fl		New York	NY	10175	
Fedelina Roybal-DeAgüero 2008 Trust		42265 Little Lake Rd		Medocino	CA	94560	
Financial Guaranty Insurance Co	Attn John Dubel	125 Park Ave		New York	NY	10017	
IBM Corporation	Attn Shawn König	1360 Rene Levesque W Ste 400		Montreal	QC	H3G 2W6	Canada
Internal Revenue Service	Centralized Insolvency Operation	2970 Market St		Philadelphia	PA	19104	
Internal Revenue Service	Centralized Insolvency Operation	PO Box 7346		Philadelphia	PA	19101-7346	
Internal Revenue Service	Insolvency Section	31 Hopkins Plz Rm 1150		Baltimore	MD	21201	
Law Offices of Christopher Green	Christopher E. Green	Two Union Square Suite 4285	601 Union St	Seattle	WA	98101	
M&TCC		1 M&T Plaza, 7th Floor		Buffalo	NY	14203	
MBIA Insurance Corporation	Attn Mitchell Sonkin	113 King St		Armonk	NY	10504	
Nationstar Mortgage LLC	Attn: General Counsel	350 Highland Drive		Lewisville	TX	75067	
NY Atty General Eric Schneiderman	Victoria L Safran	200 Old Country Rd Ste 240	Nassau Regional Office	Mineola	NY	11501	
Office of the US Attorney for the Southern District of NY	United States Attorney Preet Bharara	One St Andrews Plaza		New York	NY	10007	
PricewaterhouseCoopers LLP	Michael G. English & Sewit Bocresion	1800 Tysons Blvd		McLean	VA	22102	
Rowen L Drenne as Representative	Plaintiffs Brian Kessler et al	3725 N Indiana		Kansas City	MO	64117	
Sec of State Div of Corp	99 Washington Ave Ste 600	One Commerce Plz		Albany	NY	12231-0001	
Secretary of State		123 William St		New York	NY	10038-3804	
Shafferman & Feldman LLP	Joel M Shafferman Esq	286 Madison Ave Ste 502		New York	NY	10017	
The Bank of New York Mellon	Asset-Backed Securities Group	101 Barclay St 4W		New York	NY	10286	
US Trustee for the Southern District of NY	T Hope Davis L A Riffkin B S Masumoto	33 Whitehall St 21st Fl Region 2		New York	NY	10004	
Wells Fargo Bank NA Corp Trust Svcs	GMACM Hme Equity Notes 2004 Var Trust	PO Box 98		Columbia	MD	21046	
Wilmington Trust NA	Julie J Becker Vice President	50 South Sixth St Ste 1290		Minneapolis	MN	55402-1544	